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*Attorneys for Irving H. Picard, Trustee for the  
Substantively Consolidated SIPA Liquidation of  
Bernard L. Madoff Investment Securities LLC and  
the Estate of Bernard L. Madoff*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation  
of Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

JOHN DENVER CONCERTS, INC. PENSION  
PLAN TRUST, and HAROLD A. THAU, in his  
capacity as Trustee of the John Denver Concerts,  
Inc. Pension Plan Trust,

Defendants.

Adv. Pro. No. 10-05089 (SMB)

**STIPULATION FOR SUBSTITUTION OF DEFENDANT AND ORDER**

**WHEREAS**, on December 1, 2010, Irving H. Picard (the “Trustee”), as trustee for the liquidation of the business of Bernard L. Madoff Investment Securities LLC under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa *et. seq.*, and the substantively consolidated estate of Bernard L. Madoff individually, filed the above-captioned avoidance action against defendants John Denver Concerts, Inc. Pension Plan Trust and Harold A. Thau, in his capacity as Trustee of the John Denver Concerts, Inc. Pension Plan Trust; and

**WHEREAS**, on or about July 15, 2012 Howard Grossman succeeded Harold A. Thau as the Trustee of the John Denver Concerts, Inc. Pension Plan Trust.

**IT IS THEREFORE MUTUALLY AGREED AND STIPULATED**, by and between the Trustee, John Denver Concerts, Inc. Pension Plan Trust, Harold A. Thau in his capacity as the former Trustee of the John Denver Concerts, Inc. Pension Plan Trust, and Howard Grossman as the successor Trustee of the John Denver Concerts, Inc. Pension Plan Trust, as follows:

1. Howard Grossman, in his capacity as the Trustee of the John Denver Concerts, Inc. Pension Plan Trust is hereby substituted into this action in place of Harold A. Thau and the complaint shall be deemed so amended.

2. The Clerk of the Court is hereby directed to amend the caption to remove Harold A. Thau and substitute Howard Grossman in his capacity as the Trustee for the John Denver Concerts, Inc. Pension Plan Trust as reflected on Exhibit A to this Stipulation.

3. Counsel for Defendants: (i) expressly represents that they have the authority to accept service of the Amended Complaint on behalf of Defendants, (ii) waives service of the summons and the Amended Complaint on behalf of Defendants, and (iii) hereby waives any defenses based on insufficiency of process or insufficiency of service of process of the summons and Amended Complaint on behalf of Defendants, and (iv) expressly agrees that the amendment

noted in Paragraph 1 hereof shall not be considered an amendment under Federal Rule of Civil Procedure 15(a)(1)(A) or (B), that the Trustee's right to amend under Federal Rule of Civil Procedure 15(a)(1)(A) or (B) is expressly reserved, and that the Trustee may file one amendment without leave of court in compliance with Federal Rule of Civil Procedure 15(a)(1)(A) or (B).

4. Except as expressly set forth herein, the parties to this Stipulation reserve all rights and defenses they may have.

5. This Stipulation may be signed by the parties in any number of counterparts, each of which when so signed shall be an original, but all of which shall together constitute one and the same instrument. A signed facsimile, photostatic or electronic copy of this Stipulation shall be deemed an original.

Dated: August 11, 2015

New York, New York

**BAKER & HOSTETLER LLP**

By: /s/ Nicholas J. Cremona

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*Attorneys for Defendants*

SO ORDERED.

Dated: August 11<sup>th</sup>, 2015

New York, New York

/s/ STUART M. BERNSTEIN

HONORABLE STUART M. BERNSTEIN

UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT “A”**

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